

PURAVANKARA LIMITED *(formerly Puravankara Projects Limited)*

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

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INTRODUCTION

Pursuant to the principles of fair disclosure specified in Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, **Puravankara Ltd.** ("The Company") has adopted this "**Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**", in respect of fair disclosure of unpublished price sensitive information relating to the Company and / or its securities. The said Code has been formulated to ensure: **prompt, timely and adequate disclosure of UPSI** (Unpublished Price Sensitive Information).

TITLE COMMENCEMENT AND EXTENT

- I. This Code is called the **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**"
- II. This Code shall come into force from **15.05.2015**.
- III. This Code is applicable to **Puravankara Limited (PL), all the Directors and Employees of PL and its Subsidiaries and their Dependent Family Members.**

DEFINITIONS

For the purpose of this code the following terms shall have the meanings assigned to them hereunder:

1. **"Act"** means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
2. **"Board"** means the Securities and Exchange Board of India;
3. **"Board of Directors"** means the Board of Directors of Puravankara Ltd. as constituted from time to time.
4. **"Code"** or **"this Code"** shall mean this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
5. **"Company"** or **"the Company"** or **"PL"** means **PURAVANKARA LIMITED**;
6. **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis, such as information published on the website of the stock exchanges. **"Generally Available"** with respect to information shall be construed accordingly;
7. **"Insider Trading Regulations" / "Regulations"** means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
8. **"Unpublished Price Sensitive Information"** or **"UPSI"** means any information, relating to the Company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities of the Company and shall, ordinarily include but not restricted to, information relating to the following:
 - a) Financial results;
 - b) Dividends;
 - c) Change in capital structure;
 - d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - e) Changes in key managerial personnel; and
 - f) Material events in accordance with the listing agreement.
9. Other terms not specifically defined here shall have the same meaning as assigned under the 'Code of Conduct to Regulate, Monitor and Report trading by its Insiders' of the Company and 'the Insider Trading Regulations'.
10. The provisions of this Code have to be read along with the Insider Trading Regulations and if there is any inconsistency / contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

COMPLIANCE OFFICER

The Company Secretary of PL shall be the **Compliance Officer** (would also act as the Chief Investor Relations Officer) for the purpose of the Code including with dissemination of information and disclosure of unpublished price sensitive information and will report to the Chairman and Managing Director. In the absence of the Company Secretary, any other person as may be designated by the Chairman and Managing Director shall be the Compliance Officer for the purpose of the Code.

The Compliance Officer shall report to the board of directors and in particular, shall provide reports to the Chairman of the Audit Committee.

PRINCIPLES OF FAIR DISCLOSURE

The Company shall ensure:

- 1) Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- 2) Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
- 3) Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- 4) Appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- 5) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
- 6) Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
- 7) Handling of all unpublished price sensitive information on a need-to-know basis.

The Company will also promptly intimate any amendment to this **Code** to all the Stock Exchanges where the securities of the Company are listed, as required under the SEBI (Prohibition of Insider Trading Regulations), 2015.

This Code has been reviewed and approved by the Board of Director through an unanimous Resolution passed by the Board of Directors on **15.05.2015**. This Code shall be applicable and binding on all Directors, Employees and Connected Person of the Company.

This Code has been published on the Official Website of the Company www.puravankara.com